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FOR PORN
DICK**

**MOVIE
PREVIEW
STUFFED
MILFs 3**



46

Eliza, 40

Her big clit gets bigger as she takes BBC in her pussy and ass.



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12

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wants to be
stuffed with
a serving of
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STUFFED MILFS #3



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Lilly James, 46

Takes her double life to the next level by coming to our studio to shoot porn.

88

Payton, 46
Her young
tenant is
rooming in
her asshole.



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SP341



Tylo shows you where to stick your tongue before you stick your dick.

UP-CLOSE & PERSONAL WITH SP335

Dear 40Something,

Hole-y fuck! What a magnificently hot and horny MILF Fest Fall 2018 (SP335) was. Firstly with one of my all time favourite busty blonde fuck fantasies Tylo Duran. She just gets better and better with every appearance. Whether in solo sets or fucking Tylo is terrific and always looks smolderingly sexy.

Once again her lingerie choice—light, lacy and blue—was perfect for showing off her amazing cock hardening attributes to their best. Aside from the all too



obvious beauty of her face, her eyes draw you in nearer and nearer. Then you notice her lips, perfect for kissing and cock sucking. Once she starts stripping off, her delicious double-Ds, with their succulent nipples, become my object of desire. And I'd love to be caressing and sucking her glorious tits till she cums and cums. Your eyes snake down her bodacious body and you also notice what a slender waist she has which only amplifies the roundness and ripeness of her beautiful bum.

The photo of Tylo spread legged after she's shed her lingerie is so erotically appetising that spending time between her legs lapping her soaking wet pussy is the first thing on my mind. A pussy which is so inviting on the following pages before she shows off her ripe rump looking back at us. However, the last two shots in that set show her off even better. First with her slightly open pink pussy and tight ass, glancing our way

Sasha Sean is always stunning. She's a strong contender in The Greatest MILF Contest!

with one hand on that sexy bum, and then with the one where she's on her back holding her legs apart and inviting us to inspect both her hot holes. The sweetness of her pussy and tight ass cannot be underestimated, and I'd love to lick her butt before I plunge my tongue into her cunt and then finger her asshole till she begs me to fuck her hard in both holes. Which I'd do with Tylo's own long, red double dildo, inserting one end into her ass and the other into her beautiful, pink pussy. I'd fuck her this way till she cums long and hard. Then I'd offer her mouth my hard cock, which she'd suck on till it's as wet as her cunt, before I slide my length all the way inside. I'd spit on my cock and her ass as I fuck her from behind, adding extra lube for the back-door basting I'd give her ass.

I'd still love to see Tylo taking a cock in her cute crinkle in a horny anal fucking session, but not half as much as I'd love to see Tylo have her pussy and ass thoroughly fucked in a debauched DP. But, as ever, if and when those happen will be wholly up to Tylo herself.

Sasha Sean is so totally gorgeous too. Always has been, always will be. Equally enticing in her lingerie she must be one of the most beautiful MILFs ever featured in the magazine. It's clear that Sasha keeps herself in good shape, and her tight body and cute curves deserve as much attention and admiration as her sexy smile. Sasha's pussy is as cute as her ass. I'd

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PUBLISHED BY THE SCORE GROUP

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40Something (ISSN #1088-694X) is a quarterly publication, for a total of 4 issues per year. Subscriptions (6 issues): \$39.95 in the USA and \$69.95 (U.S. funds only) in Canada. Published by The SCORE Group, P.O. Box 558150, Miami, FL 33255-8150. Periodicals postage paid at Miami, FL and additional mailing offices. POSTMASTER: Please send address changes to: 40Something, P.O. Box 558150, Miami, FL 33255-8150. Copyright ©1995-2019 by The SCORE Group. This is Vol. 21, No. 2, on-sale April 9, 2019. Price: \$10.99 in U.S.; \$11.99 in Canada; £6.99 in the UK; Bonus Edition: \$14.99 in U.S.; \$16.99 in Canada. All rights reserved. 40Something® and Naughty Neighbors® are registered trademarks of Quad Int'l., Incorporated and The SCORE Group. The SCORE Group, and Quad Int'l., Incorporated, certify to all commercial purchasers that the aforesaid materials are in full compliance with the requirements of 18 U.S.C. § 2257 and associated regulations. Editorial Office: P.O. Box 558150, Miami, FL 33255. Publisher disclaims all responsibility to return unsolicited material, and all rights in materials published vest in The SCORE Group and 40Something. Letters are assumed to be for publication, unless otherwise endorsed, and may be edited. This periodical is sold subject to the following conditions: it shall not be lent, resold, hired out or otherwise disposed of in a mutilated condition or in an unauthorized cover by way of Trade, except at the full retail price, or affixed to or as a part of any publication or advertising, literary or pictorial matter whatsoever, without the expressed written consent of the publisher. Any similarity between an individual person or people depicted in the fiction or artwork in this magazine and any real person or people is purely coincidental and is not intended as a representation of any particular individual or class of people. PRINTED IN CANADA

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love to fuck her from behind after I've savoured the delights of her sexy muff. I wouldn't neglect her beautiful breasts either and would take turns on each of her nipples, sucking and licking them as I gently play with her pussy. I'm sure that both Sasha and Tylo would be great choices for a foursome in 40Something. Maybe both those marvellous MILFs could enjoy the taste of each other's tangy, tight pussies before they feast on some engorged, long and thick porn cocks. And maybe, just maybe, both could lick the cock that's just been in the other's wet cunt before the two studs who are fucking them engage in entertaining themselves with both women's fabulous pussies and tight arses. That would be a jizz-fest worth seeing.

Ciara really enjoys her interracial ramming, ravaged as she is by that big, black cock. Her buxom brunette curves are accentuated by the action she's enjoying with her black partner. She sucks that schlong like a tart in heat before riding his meat for maximum penetration and stimulation.

Ashton's dirty DP was not unexpected, but to me, Alby's Daor's DP had the erotic edge. And Alby has never looked better than when she's sucking and fucking both those thick rods. Hot and pink her lingerie was, and hot and pink her mouth, pussy and ass are too.

Her small yet perfectly formed pierced tits are a treat and so's her hairless pussy. She's quite at home handling the double helping of man meat she's been served, too. But once she's being penetrated her expression is one of erotic fulfillment. It's impressive that



A reader calls Alby's look
"erotic fulfillment." We agree.

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someone of her size can handle those big cocks in both her holes. More so in her ass, which must be so incredibly tight that not having your cum squeezed out of your hard cock once inside her butt must be nigh on impossible. The intensity of the pounding she received is written all over her face, no more so than when she's the filling in the stud sandwich as they fuck her hard in the standing DP position. The photo below with the black guy's cock in her ass also shows Alby's pleasure as that dark dong delves into her derriere.—Anonymous

THE NEW FEMINISM MEANS BEING A SLUT

Dear 40Something,

Recently, Nicole Karlis of *Salon* and Jill Filipovic of the *N.Y. Times* called Stormy Daniels the ultimate feminist! They even believe she is a role model for young girls.

For years we've written to you saying pretty much the same thing about the mothers in your magazine. Sex empowers women when they use their bodies to their advantage. We've been ahead of the curve all this time. Let us walk through the Winter '18 issue and highlight these bold role models.

"20 Slutty Moms Get Cum Soaked!"

This is the new feminism: Moms in control! They love their children, and

continued on page 18



Deliah represents the new feminism.

TOP 10 DVDs

THE MOVIES MILF LOVERS ARE WATCHING!

1 DP MILFS 2

In addition to all DP scenes, there's squirting, interracial and cum-covered MILF assholes.

2 GRANNY FUCK CLUB

The first all-over-60 feature film. Starring Rita Daniels, Sally D'Angelo, Camille Austin and others.

3 FUCK MY OLD ASS 10

Two discs, 12 ass-fucked moms. Newcomer Anna Moore gets a sloppy anal creampie.

4 HORNY 50PLUS MILFS 6

Twelve old ladies stuffing their well-used twats with fingers and toys so they can cum hard!

5 RITA DANIELS

She's 64 years old, but that doesn't stop big-titted MILF Rita Daniels from coming to our studio to fuck hung, young studs.

6 OLD & BONED 2

Packed with first-timers! Twelve horny MILFs just want to fuck and find young studs to satisfy their carnal needs.

7 SALLY D'ANGELO

The wild 63-year-old now has her own movie. Six hot scenes, including a dirty-talking interview.

8 MILFTUGS.COM 5

MILFs from 40 to 52 have a tremendous craving for cum, and they're going to jack and suck it out of cocks.

9 TAG-TEAMING GRANNIES 2

Whether it's two cocks and one pussy or two pussies and one cock, these GILFs revel in multiple-partner sex.

10 BIG RACKS, HOT MILFS 3

The bustiest moms in the neighborhood came to our studio to suck and fuck big porn stud cock.

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Alexis, 40

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cocks keeps
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SP339 Rita gets DP'd by two black cocks. Cyndi Sinclair gets ass-fucked by a younger guy. Plus 14 mature women glazed with cum in the Granny Gets A Facial special.



SP338 Vote for your favorite mature slut in our Greatest MILF Contest! Plus Nina Dee in her first anal scene, hot-bodied Alexis Fawx getting a younger cock and Betty Boobs getting a BBC in her ass!



SP336 Ruby O'Connor fucks a BBC. Amanda Verhooks gets all of her holes filled. Mega-titted Roxy Royce stars in her first XXX scene. Plus the returns of Cashmere and Camille Austin.



SP335 Pierced slut mom Ashton gets double stuffed and double sprayed. April Skyz gets her tight pussy pounded. Busty Ciara Ryder in her first XXX scene with her first-ever big, black cock.



SP333 Lena Lewis gets DP'd by two younger guys. Big-tit MILF Andi James in an interview. Beautiful covergirl Cyndi Sinclair shows off her tight body. Velvet Skye sucks and fucks a BBC.



SP330 Sandra Ann, 76, sucks big, black cock and balls. Sexy Asian Kim Anh, 63, gets her asshole stuffed and sprayed with cum. Crystal King, 70, debuts with a BBC in her pussy.



SP326 April, 42, is a hot gamer geek turned pornstar. Brianna, 43, and Lacy, 48, both take it up the ass. Robin, 61, gets DP'd. Plus hot newcomers like Mallory, Hannah and others.



SP324 Newcomer Roxy, 55, shows off her huge H-cup tits and pierced clit. Silva Foxx, 62, makes a cuckold of her hubby. Babe Morgan, 52, fucks a much younger guy and gets a sloppy facial.



SP323 Sally D'Angelo gets DP'd by two young studs. Newcomer Alby shows off her gaping hole. Chari gets fucked in the ass. Pick your favorite MILF in the Hot Body Contest.



SP320 Beautiful blonde Lily lets two guys take turns on her asshole. Curvy Candace gets her first black cock. MILF fuckdoll Tylo Duran sucks and fucks a younger guy's long pole.



SP309 Lexy Cougar, 49, gets her ass fucked by a young guy. Raquel Sultra, 40, in her first ever pile-driver. Newcomer Deliah Dukes, 41, tells us how porn made her marriage hotter.



SP296 Our oldest issue ever with five 60somethings! Scarlet and Kim in a horny three-way. Annelisse spreads her ass to take cock. Madison Milstar's first nude pics. Plus Annelisse's first anal!



NN2502 Lezzie lickers Chastity and Micah. Karla's bush and meaty pussy lips. Curvy Avalon's G-cup tits.



NN2501 Vanna goes for a cock-ride. Kitty swallows a big load. Busty Sophia and Courtney bare all.



NN0119 Eight debuts, 15 full-length pictorials, an anal newbie and three Bush Babies. Plus a MILF.



NN1318 River shows off her big boobs. Madison gets a facial. Latina Emily swallows and rides a cock.



NN1118 Sexy, mature women packed into the MILF mania special. Blonde Athena gets a facial.



NN0918 MILF Angela Harley fingers her pussy and ass. Busty, bushy Daisy sucks and fucks hard cock.



SC2802 Introducing JJ-cup natural newbie Stacy Vandenberg. Jordan Pryce and Chloe Lamoure in anal.



SC2801 New FF-cup Diana Frost. Danielle Derek in dirty DP. Katie Thorton in your face.



SC0119 All finalists for Newcomer and Model of the Year. And nominees for the Big-Boob Hall of Fame.



SC1218 Beautiful Sha Rize in the Dominican Republic. Huge-titted MILF Shannon Blue at the pool.



SC0918 See modern day SCORE Girls stacked up with their counterparts from the '90s and early '00s.



SC0818 SCORE Girls busting out of their bikinis. Angel Wicky in a DP scene. And Japanese titler Kaho.

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Amelia Mack
48



Cody Lovett 45



Nina Dolci
42

12 MILFS' SLUTTY TRANSFORMATION



The 12 MILFs in this movie have everything a mature woman could want. The kids, the house, the husband. But they still felt like something was missing in their life. And that thing was big, hard porn cock in their horny pussies. Naturally, they came to us to find what they were looking for. We packed two discs full of slutty older women getting the kind of fuck-

ing that makes them walk funny the next day. Amelia Mack enjoys sucking her pussy juices off JMac's cock in her first scene. Cody Lovett—another first-timer—gets her face and pussy fucked every which way and then gets cum on her pretty face and chest. Nina Dolci is a super-fit, top-class MILF. Her blow job and fucking skills are also top-class. And Jazmin Cox gets completely dominated and facialized.



Jazmin
Cox
42

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Gia
Francesca
42



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Jane
Diamond
46



Alexis Star
46



Amelie
Azzure 40



Jamie
Foster 48



Gia Francesca has big, floppy tits and a big, natural bush, which she uses to make a guy squirt. Janeé Diamond gets a huge, sloppy facial in her first scene. Alexis Star shows a wide array of her fuck skills, including getting pounded while standing up. You'll love watching Amelie Azzure's big tits and ass bounce as she fucks. Jamie Foster has fun with a big, hard cock that fucks her every which way and bursts in her mouth.

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Brynn Hunter
45

Brynn Hunter is another first-timer. She's tall, blonde and thin. She could be a mainstream model, but instead she's showing off her hot body and rocking a cock in this flick. Sasha Bell is a busty blonde decorator in her first-ever fuck scene. But the only thing that gets decorated is her face with cum. Before that, she blows her client and squeezes his shaft with her horny pussy. Raven LeChance is a lean, fit MILF with round tits. She inhales cock down to the balls and talks dirty while she rides. She also swallows.



Sasha Bell
42

Raven
LeChance
46



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DATELINE

continued from page 8



Robin knows exactly
what to do with two cocks.

they love sex also. Total empowerment! Shameless! It's total celebration of being a girl.

April Skyz bakes for the family and fucks the guys. Mother of the year? Mallory is your typical looking mom without clothes. Deliah is gorgeous. This is what new-age feminism looks like! The only shame here is that it's still hidden in an adult magazine. Girls need to see the future of feminine power. You could eat a meal off Deliah's asshole.

Brianna is a great role model. Been masturbating every day since she was 12. Everyone needs to hear this. End their guilt. Just enjoy what nature gave them. Her centerfold photo is a proclamation! Yes, kids! Your mom does this when you're not looking! This is womanhood in control!

Robin is in the Christmas spirit! Two cocks are not too much. She's packed tight. Stormy would be proud. Christina is another proud role model. A fine wife and mother. Her lower body is perfect to push out a baby, and her lay-back, floppy tits should be enjoyed by all.

Samantha: Can we say beautiful dress? Sophisticated woman! That body should be walking in the park or walking her kids to school. And then

shopping as is. Hannah is flirty. She has two kids. Precious. Lacy brings the issue to a close. A proud mom and whore. She has three kids but does what she wants.

Review: Sex rules! For years your magazine has shown us that! Children are not an excuse for people to stop fucking. Fuck that image! The true feminist is not ashamed of her body. Fuck the rules of Puritanism. Yes, Stormy Daniels is a slut. But men love sluts. Being a slut is an honor. Lady Gaga conveys that, and Madonna did too! *40Something* has been ahead of the curve all along. Celebrate the new feminism!-J. & S.

HEEL, BOY

Dear *40Something*,

Missy Masters could dominate me all she wants. I would gladly let her smother me with those big tits and sit on my face with her juicy ass. I like how she kept her shoes on in her pictorial. She could step all over me in those heels. I would even lick her soles if it meant that she would call me her good boy. I have been to see a few dominatrices, but none of them were as sexy as Missy. I'm looking forward to seeing her fuck in your magazine. I will imagine that she's looking right at me, letting me know that I can watch her fuck, but I can't touch. If possible, please have her keep her high heels on in the hardcore layout.-Sub Boy, San Jose, California

40



Missy is a switch. She can be your master or your slave.

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The 40*Something* Interview

***"I was in a bar fucking
a 27-year-old and
sucking another
guy's cock."***

A woman with long brown hair and bright pink lipstick is shown in two poses. She is wearing a bright pink, long-sleeved, off-the-shoulder bodysuit with multiple horizontal and vertical cutouts. In the front view, she has her hands on her hips. In the back view, she is looking over her shoulder. The background is white. At the top, there is a banner with the word 'Something' repeated in a stylized font.

46

She likes anal and being with multiple men, but you'll get more of that soon. For now, learn a little more about Lilly.





40SOMETHING: We're here with a beautiful new model, Lilly James. How are you doing?

LILLY: I'm good.

40SOMETHING: This is your first time shooting professionally. Today is your second day, correct?

LILLY: Yes.

40SOMETHING: Nervous?

LILLY: Yes.

40SOMETHING: Still?

LILLY: Yes! [Laughs]

40SOMETHING: Are you as nervous today as you were yesterday when you shot your scenes?

LILLY: I'm a little better today but I'm still nervous.

40SOMETHING: Okay, so you're from?

LILLY: Houston, Texas.





LILLY: I wasn't sure. I didn't know what to expect. I wanted to see what it was all about. I wanted to try it. It was something to do,





because I like sex.

40SOMETHING: Do you like watching porn?

LILLY: Yeah, I like porn. I watch it, but not all the time. Since I like sex so much this was something that I thought, well I'll do it.

40SOMETHING: Do you watch porn to get off or do you watch porn to have foreplay?

LILLY: Both. It turns me on, watching and hearing. I like the sound the people are making during sex.

40SOMETHING: What kind of porn do you like?

LILLY: All kinds. I have no particular favorite. I like girl and girl and girl and guy. I also like girls with multiple guys.

40SOMETHING: You found us





The 40something Interview

by putting up an ad, so you wanted someone to find you.

LILLY: Yes.

40SOMETHING: Were you aware at the time that there was porn for women in their 40s, 50s and 60s?

LILLY: Yeah, I knew that was a thing. People have told me there's porn for people my age, in their 40s, and a lot of guys like that. It's a fetish thing. And people have told me I'm pretty so I thought I'd try it.

40SOMETHING: Were you surprised when you heard that?

LILLY: Yeah, I was surprised. Most people think porn is with 20-year-olds.

40SOMETHING: The difference between you now and when you were in your 20s, sexually, is?

LILLY: I'm more sexual in my 40s. I don't know what happened. I enjoy it a lot. I like to have sex a lot.

40SOMETHING: Was you doing this your idea or your husband's idea?

LILLY: It was my idea. I've been thinking about it. I had my stage name picked out, and he said, "What do you think about maybe doing it?" And I said, "Yeah, okay. And this is my name." So he was like, "Oh, you already decided you wanted to do this." I said, "Yeah!"

40SOMETHING: Was he surprised at that?

LILLY: Yeah.

40SOMETHING: Would the people you know be surprised you had such a

thought going through your mind?

LILLY: Yes. I'm very quiet. I'm very conservative. People would be very, very surprised.

40SOMETHING: Is that your dress?

LILLY: No, I borrowed it. I have some stuff that's not conservative. When I go out I like to dress sexy, but not when I'm around my close friends and not around people who know me from work. I dress more sexy and I like to show off my breasts at other times.

40SOMETHING: What would you wear if you were out shopping?

LILLY: Probably just some jeans and a t-shirt. Probably not heels, but I'll wear them when I go out at night.

40SOMETHING: So if I saw you at the super market. I wouldn't think, hey this girl does porn.

LILLY: No, you wouldn't think that. Now if we go there after I've been out, I've been known to dress sexy, and I have gotten some looks.

40SOMETHING: Besides the way you dress, what other ways do you think you're conservative?

LILLY: I just don't talk about sexual things or anything like that.

40SOME-

THING:

Do you talk about sex with your

girlfriends?

LILLY: No.

40SOMETHING: You're a swinger, aren't you?

LILLY: Yes.

40SOMETHING: Do they know that?

LILLY: No.

40SOMETHING: You have a secret life, don't you?

LILLY: Yes, I do.

40SOMETHING: You've been swinging for how long?

LILLY: Three years.

40SOMETHING: I'm guessing that before three years ago you didn't have two sides. You only had one side.

LILLY: That's right. I like both sides.

When we're out with our regular friends it might show a little bit because I do like to dress sexy. But it wouldn't show in any way I act or anything I do or say. When we're with our swinger friends, then yeah, I let it all out there.

40SOMETHING: Would 20-year-old you be surprised to see you here?

LILLY: Yes. I never thought of doing this. I was more focused on my job and family at that point in time.

40SOMETHING: So you're a mom. How many kids?

LILLY: One.

40SOMETHING: Out of the house?

LILLY: Yes.

40SOMETHING: So that kind of helps things. Did swinging start when he or she got out of the house?

LILLY: Yes.

40SOMETHING: Whose idea was it to start swinging?

LILLY: My husband was talking about it off and on for a while. And then finally just asked another time and I said, "Sure, let's do it."

40SOMETHING: So what was your first swinging experience like?

LILLY: We went to a party that's put on by a company in Houston. We were at the hotel and my husband was walking in the hallway, and there were two other husbands in the hallway. They said, "Hey, why don't you and your wife

continued on page 62

"I'm more sexual in my 40s. I don't know what happened. I like to have sex a lot."



"I always masturbate. I need to have regular orgasms to feel like myself."

When it comes to what's sexy, Amber says, "You know it when you see it. It's undefinable in a sense." We know it when we see it, too, and Amber defines sexy. She's been modeling for art and adult for a long time. In 2003, she even modeled for a nine-foot tall piece of art and has been featured in the Seattle Erotic Art Festival. Amber is a work of art herself.





Amber lives in Hawaii and is married. She has a grown son. She's not a swinger but considers herself responsibly free-spirited. That means fucking younger guys on-camera, which she did in our studio. She's also a beauty with brain power, having earned her Master's in Public Administration. Amber's got it all.









"I'm into a great many fetishes, though they all seem normal to me. But whatever my fantasies are, they always start with my pussy getting licked. I love to be watched having sex so much, and I like sex in strange places. I also enjoy being with women. When it comes to

what satisfies me the most, I want to get fucked by someone who can deliver and who can read my body language." It looks like Amber's body language is saying to fuck her tight MILF pussy hard and deep and cum all over her pretty face and big tits.



Amber likes to stay active by rock climbing, longboarding and practicing martial arts. She's also a motorcycling enthusiast. "If I won the lottery I would take a class on how to ride a really fast, sleek motorcycle, but I have a feeling I'll have an opportunity in the near future." For now, she's getting her practice riding porn stud cock, along with a little something extra on the side. "I'm in an open marriage so I get to play around."



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Micky

45

YEARS OLD

Birthday: March 10
Height: 5'3" **Weight:** 120 lbs.
Lives: West Palm Beach, Florida **Status:** Married

"This is my first shoot in 19 years. You're the only ones who've got me so far."



Micky was a popular porn star in the 1990s and early 2000s. She shot nearly 200 scenes before retiring. This was her first scene since her return. Was she nervous? "Not at all. It was like riding a bike. You never forget." It's not like Micky went vanilla during her retirement. She got into the swinger scene and even has a girlfriend. "Just 'cause I left porn doesn't mean I stopped fucking."






"I like to go to swingers clubs. I've been dancing and just hoping to meet a lot of my new fans and get down and dirty. I like to go for the women, but I also go with their husbands. I have a Cuban girlfriend in Miami, and we always meet up with her and her husband." Yes, Micky loves cock and pussy. This is a woman who was born for porn.







Micky has taken care of herself over the years and looks great. Her advice for longevity? "Have a lot of sex. That's how I stay young. The older I get, the more I want it. I'm the horniest I've ever been and it keeps going." She is definitely on top of her game. She gives this young dude the ride of his life, and now he can proudly tell his friends, "I fucked Micky Lynn."





"I'm comfortable with myself," Micky said. And it's obvious in this scene, which you can see online at 40Somethingmag.com. She has no reservations seducing 23-year-old Dustin and sucking and fucking his cock. She almost even makes him cum early with her tight MILF pussy. Fortunately the guy holds out and makes sure he gives Micky a proper cum shot all over her pretty, horny face.



Eliza

40

YEARS OLD

Birthday: April 26
Height: 5'5" Weight: 120 lbs.
Lives: Ohio Status: Married

"One of my wildest experiences was a threesome. I orgasmed until I had a seizure."



Wife and mom Eliza Kelay describes herself as sexually passive. She's anything but in this scene, which you can see online at 40Somethingmag.com. She invites Rome over when her husband isn't home and confesses that she's into black men. Then she puts his cock in her mouth and sucks on his balls. She's thrilled to finally have a giant, chocolatey BBC to play with.







Eliza is a stunning woman with a pretty face, perky tits and a tight body. But one of her most noteworthy features is her big, juicy clit. "Yes, my clit is very big and sensitive. I love to have it sucked when a guy is going down on me." Eliza's big clit gets more swollen the more turned on she is, and she gets very turned on in this scene. She pulls her pussy lips back to fully expose her clit.









"This is definitely outside the norm for me. A challenge. I'm pushing the boundaries." Some people push their boundaries by skydiving or traveling alone. Eliza does it by taking a BBC up her ass. This was only her second scene, and she's already doing things that some porn veterans won't. We can't wait to see how else she pushes her boundaries.





Rome really pounds Eliza's ass and makes it gape. Then he blows his load deep in her asshole. Eliza spreads her buttcheeks, her just-fucked starfish winking, and lets all that cum drip out. "This was the first time someone came in my ass, and I loved it. I feel like I'm a part of a new club now." Yes, the anal MILF slut club!



Andrea

47
YEARS OLD

Birthday: June 26
Height: 5'6" **Weight:** 130 lbs.
Lives: Las Vegas, Nevada **Status:** Divorced

"I've been with women before. I've been on web cam. But I've never been with two guys before. I can't wait!"



Meet newcomer Andrea Grey. She's Colombian, divorced and lives in Las Vegas. We asked her what she wants to do that she's never done, and she said, "This!" Andrea has had some interesting sexual encounters. For example, there was the time she got a guy off with her feet...while she was wearing high heels. "He touched my shoes only. I was so impressed. I've never seen a guy cum so much."





Don't worry; Andrea got more than her shoes touched in our studio. In fact, her big tits (which Andrea considers her best asset), her pussy and her asshole all got some porn stud action. "I am totally sexual," Andrea said. "I find myself sexy and I'm very confident with my body. I love to please." Yes, she does. You'll see more of that soon. For now, enjoy her curvy body and super pink, spread pussy.





"My friend Gina West told me about you, and I thought it sounded fun. It's always been one of my fantasies to do porn." In addition to porn, one of Andrea's fantasies was to have a threesome with two men. (She'd only had a threesome with women before.) We made that fantasy come true as well in a hot DP scene. "For a woman, there's nothing like having two guys worshipping your body."





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LILLY JAMES

continued from page 28

come to our room. We're having a party in there." So the first experience was me walking in there and both wives were both in the bed naked. So I got in there and they started taking my clothes off. They pulled me in and we all started kissing. We were going down on each other. This was my first experience I've ever had with a woman. And our husbands were watching. That's what we did for a while, and then the husbands joined in. But we didn't swap.

40SOMETHING: So when was the first time you had sex with another man in the swinging experience?

LILLY: Not long after that. We met another couple, and that was a full swap.

40SOMETHING: You've been married for how long?

LILLY: 25 years.

40SOMETHING: And you met when you were how old?

LILLY: 19.

40SOMETHING: That was the first time you had sex with another man since you met your husband?

LILLY: Yeah, since we started dating.

40SOMETHING: How did it feel?

LILLY: It was a little strange, but fun. The first time was a little strange, but I quickly got over that.

40SOMETHING: So did the new cock feel different to you?

LILLY: No. He was a similar size.

40SOMETHING: What did you think after the first time?

LILLY: I thought it was fun. I'd always wanted to be with girls and I'd always been attracted to girls. But I'd never act on it. I'm shy. And I just didn't think it was appropriate, I guess.

40SOMETHING: So you'd see women and think they were hot?

LILLY: Yes, but I kept it to myself.

40SOMETHING: Did your husband know you liked women?

LILLY: No.

40SOMETHING: So when your husband saw you in bed eating pussy he must've been shocked?

LILLY: Well, yes. But I'd told him before we started that I was attracted to women. But it was still something he saw me do for the first time ever. So he was very turned on.

40SOMETHING: What would your reaction have been if you looked up and saw your husband getting his cock

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sucked by one of the other guys?

LILLY: I would've been like, okay.

40SOMETHING: But it would have shocked you?

LILLY: Yes.

40SOMETHING: Your wildest swinging experience has been?

LILLY: There are places in Houston that aren't necessarily swinger clubs that you can get away with doing a lot in. So probably having sex in a bar.

40SOMETHING: With your husband?

LILLY: No I didn't have sex with him. I was with other guys. One time I was in the back of this dark bar fucking a 27-year-old and sucking another guy's cock at the same time.

40SOMETHING: And nobody saw it?

LILLY: Oh people saw it. But they don't care. It just happened.

40SOMETHING: You were back there with your husband?

LILLY: Yeah, he was right there.

40SOMETHING: So how did this whole thing get started?

LILLY: We were just at the bar. Then we went upstairs, and I brought the 27-year-old with me. We had just met him not long before that. And there was another guy up there watching us. So

my husband told him to come over and he whipped his cock out. So I started sucking it while I was fucking the 27-year-old.

40SOMETHING: How many people were around when this was happening?

LILLY: It was pretty full. There were definitely three guys watching. There were people standing right outside. I don't know how much they saw. There was probably 10 or 15 people outside.

40SOMETHING: So you like the idea of getting watched.

LILLY: Yes, I do.

40SOMETHING: And you like the idea that after today thousands and thousands of guys are going to watch your sex videos.

LILLY: Yes, I do. I consider myself an exhibitionist.

40SOMETHING: But you're an exhibitionist who doesn't dress sexy?

LILLY: Well I do in an appropriate situation. I dress sexy when I go out at night. I do sometimes during the day. But I don't normally do it.

40SOMETHING: What's this about having sex on a stairway at your husband's job during working hours?

LILLY: It was just something crazy we

wanted to do. He told me to come over and meet him in the stairway. No one caught us.

40SOMETHING: How do you feel about anal sex?

LILLY: I like anal.

40SOMETHING: Has it been on the menu for a long time or is it recent?

LILLY: We've been working on that for a little while, and I've gotten better at it.

40SOMETHING: How long have you been doing anal?

LILLY: Probably about three or four years. I had to work up to it. We'd been trying to find a way to get me more relaxed. I found it was better when I had a little bit to drink [Laughs]. Finally I figured out how to relax and enjoy it.

40SOMETHING: Ever done DP?

LILLY: Yes. A friend of ours was my first DP. We used him and my husband. I found out I like it. I enjoy DP.

40SOMETHING: If someone said you could leave your job and become a porn star, what would you say?

LILLY: Sure.

40SOMETHING: Just like that? It sounds like you're on your way.

LILLY: I really enjoy sex. And I think I'm going to like it more after this.

40

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Jessie

49

YEARS OLD

Birthday: January 18
Height: 5'6" **Weight:** 140 lbs.
Lives: Nashville, Tennessee **Status:** Married

"My fantasy is to be tied in a sex swing and used by a large group of guys."




Newbie Jessie Reines is one of our kinkier models. She's not just married, she's collared. In the world of BDSM, that means she's a sub or slave to her dom or master. "I go to fetish parties and I like being tied and subdued, ropes, leather, gang-bangs and dom/sub play." Jessie's also been a swinger for six years and says she's a nudist when there's no one around. "I work outside in the yard nude."





"My wildest swinging experience was a 14-guy gangbang in Destin, Florida. Usually, if we invite eight guys, maybe four would actually show up. That time we invited 14 and all 14 showed up. It was a wild night and a lot of fun. Other than that, there was another occa-

sion where I was in a hotel room and my arms were tied behind my back and several guys used me." As you can see, Jessie likes to be the meat in a cock sandwich. She says what sexually satisfies her the most is "to be held down, pinned to the bed and taken."



Some people would be surprised to see Jessie in our magazine, and others wouldn't. We're guessing the people she knows through the swinger and fetish community wouldn't bat an eye at her doing porn. That's because they've likely either fucked her or seen her fuck. "It turns me on to have a crowd watching me have sex. Sometimes I have sex in the middle of a club with a large group watching."





As expected, this wife and mom is submissive in bed. "I like husky guys that take charge. I wait for them to make the first move." She also has eclectic tastes when it comes to men. "I've been with guys from 18 to 65. The young guys have a lot more energy, but the older guys know what they're doing. I like to have a mix of both taking turns on me. The young guys make me scream and the older ones make me cum."



"Whatever fantasies I have, I make sure to fulfill them. Lately I'd been fantasizing about having sex on-camera again."



Ivy Ices, formerly known as Jade Steele, is back and hornier than ever. She shot for us back in 2014 and sucked and fucked in two horny scenes. And here's an interesting fact: Ivy had been practicing celibacy, and her shoots in our studio were the first time she had sex in a year. "I was definitely ready to pop. That was the horniest I'd ever been."







Since we last saw her, Ivy's been practicing to get her pilot's license and thinking of ways of getting into the Mile High Club. "I'm just a basic girl wanting to live the life of luxury." She's anything but basic with her big tits and sexy, round ass. And the average woman has not fucked for all the world to see. And now she's back to do it again.





"My partner and I picked up a girl, and we were drinking wine and I just happened to fuck her with the wine bottle. She really got off on that. I like to be kinky." What other kinky things has she done? "I once fucked a male friend with a strap-on. We hooked up one night and it happened. He enjoyed it. He came while I was fucking him." Ivy has many ways she can make you cum, but her favorite is with her mouth and tight pussy.



"When I'm in the mood I'll watch some porn, get my vibrator out and masturbate until I have at least two orgasms."



Gypsy Vixen is a divorcee and mom going through a transformation. "I feel like I'm evolving into a nudist. I enjoy being naked in my home and have gone to a nude beach in Florida." She's also evolving into a porn star and shot her first fuck scenes with us. "This is a time of exploration for me. When you're older you don't feel shame around your sexuality. You say the hell with it, I'm gonna do me."





"I'm curious about being a sub. I can be both submissive or assertive, but I would like to play up the submissive role a bit more as a kink. I'd also like to be with a woman one day. I'd like to have a threesome with either women or men." As for what she *has* done, Gypsy has fucked younger guys, done lots of anal (both of which she also did in our studio) and screwed an old boss in the office.







"All I seem to attract lately are younger men. I like younger men. They have stamina and are more receptive to trying new things sexually. I had a no-strings-attached arrangement with a 28-year-old last year. It was some of the hottest sex of my life. We'd go all night long. That's why younger guys keep me feeling young and vibrant, and it's a little bit of an ego boost to know that you're 44 and are attractive to younger guys."









Gypsy says that people would probably be surprised to see her here. "I'm very open and comfortable with my sexuality but I keep that side hidden." As you can see here, Gypsy didn't keep anything hidden with us. Her horny pussy and tight asshole were on full display, just like they should be!



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**STATEMENT OF OWNERSHIP,
MANAGEMENT, AND CIRCULATION**
(Required by 39 USC 3685)

1. Publication Title: *40Something*
2. Publication Number: 2162-5867
3. Filing Date: September 6, 2018
4. Issue Frequency: Quarterly
5. Number of Issues Published Annually: 4
6. Annual Subscription Price: \$39.95
7. Complete Mailing Address of Known Office of Publication: 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453. Contact: Michael Federici. Telephone: (305) 662-5959
8. Complete Mailing Address of Headquarters or General Business Office of Publisher: Same
9. Full Names and Complete Mailing Addresses of Publisher, Editor and Managing Editor. Publisher: The SCORE Group, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453. Editor: Alexandra Quinones, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453. Managing Editor: Michael Federici, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453.
10. Owner: Quad Int'l., Incorporated, dba The SCORE Group, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453. John Fox, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453. Harvey Weinstein, 5001 S.W. 74 Court, Suite 200, Miami, Florida 33155-4453.
11. Known Bondholders, Mortgagees and Other Security Holders Owning or Holding 1% or More of Total Amount of Bonds, Mortgages, or Other Securities: None.
12. Tax Status (for completion by nonprofit organizations authorized to mail at nonprofit rates)
13. Publication Title: *40Something*
14. Issue Date For Circulation Data: June 26, 2018
15. Extent and Nature of Circulation. Average No. Copies Each Issue During Preceding 12 Months; Actual No. Copies of Single Issue Published Nearest to Filing Date. A. Total No. Copies (net press run): 26,351; 25,920. B. Paid Circulation: (1) Mailed Outside-County Paid Subscriptions Stated on PS Form 3541: 613; 615. (2) Mailed In-County Paid Subscriptions Stated on PS Form 3541: 0; 0. (3) Paid Distribution Outside the Mails Including Sales Through Dealers and Carriers, Street Vendors, Counter Sales, and Other Paid Distribution Outside USPS: 8,950; 8,560. (4) Paid Distribution by Other Classes of Mail Through the USPS: 90; 165. C. Total Paid Distribution: 9,653; 9,340. D. Free or Nominal Rate Distribution: (1) Free or Nominal Rate Outside-County Copies Included on PS Form 3541: 35; 35. (2) Free or Nominal Rate In-County Copies Included on PS Form 3541: 0; 0. (3) Free or Nominal Rate Copies Mailed at Other Classes Through the USPS: 0; 0. (4) Free or Nominal Rate Distribution Outside the Mail: 0; 0. E. Total Free or Nominal Rate Distribution: 35; 35. F. Total Distribution: 9,688; 9,375. G. Copies not Distributed: 16,664; 16,545. H. Total: 26,352; 25,920. I. Percentage Paid: 99.64%; 99.63%.
16. Paid Electronic Copies: 0
17. Publication of Statement of Ownership will be printed in the Special 341 issue of this publication.
18. Signature and Title of Editor, Publisher, Business Manager or Owner: Michael Federici, Managing Editor. Date: September 6, 2018

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"Next I would like to try two men at once—one in each hole."



In this scene, Payton is renting a room to this younger guy. She tells him no partying and no girls. That sounds strict, but this guy doesn't need to invite girls over because Payton is available and willing. And not only does she suck and fuck, but she does something most 20something girls don't. She gives up her horny asshole. Payton is one helluva landlord! You can watch the hardcore action unfold in *Fuck My Old Ass 10*.





"Young guys are hot and they can keep up with me," said Payton, whose biggest age gap before she came to us was when she was 36 and fucked a 21-year-old. "They make me feel young, too." Payton has worked at an airport, in a nursing home and loading trucks. She's also been a stripper, which explains why she was so comfortable taking off her clothes and showing off her hot body. Taking the leap to porn was the next natural step.







"I love exhibitionism. I love to be watched having sex. There was one time I ended up having sex with a guy while my friend was in the room with another guy. It turned me on so much that they were there watching us, and I started to get kind of wild. I kept telling the guy to fuck me harder. I'm still friends with her, and to this day she will tease me about it by saying, 'Fuck me harder!'"





When we asked Payton if she likes anal, she said, "On days my ass says yes." Her ass said yes on this day. She also said yes to having a big, gooey load blown on her tongue. "I love loads so big that I can barely hold them in my mouth and they drip down my chin and on my chest. It's the best when I'm blowing a guy and he fills my cheeks up with cum like I'm a chipmunk."





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Twenty 40something MILFs sucking and fucking on four discs. They prefer young cocks, but they'll wrap their lips around just about any piece of meat they can get their paws on. Newcomers, anal scenes and tons of facials!

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"Hey, mom, there's something on your... never mind!" Yeah, there's something on these MILFs' faces...the huge loads of cum that squirted from the cocks they just sucked and fucked. Six horny moms get the cum they crave.

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Twelve moms are ready to satisfy their own horny needs. Their mouths are hungry, their pussies are aching to be filled and their faces are ready for loads of cum. Two discs packed with hot MILF XXX action.
242 Min. XXX-Rated (DVD only)



Younger women may need to be romanced before they give up their asses, but not these old sluts. They're ready for anal on the first date. Twelve hot MILFs, ages 41 to 48, spread their cheeks and say, "Fuck My Old Ass!" 260 Min. XXX Rated (DVD only)



When the huddles are away, their wives will play. And these MILFs won't settle for any dick. They want BBCs! Dee Williams, Sky Haven and Betty Boobs get BBC in their asses. Ciara Ryder gets her first taste of chocolate. 129 Min. XXX Rated (DVD only)



Six hot and horny moms want to crossover to the dark side. That means they want huge, black cocks stretching out their hungry mouths and pussies. Packed with cheating wives, anal sex and sloppy creampiees.

129 Min. XXX Rated (DVD only)

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MILF SHOW

These 24 MILFs are at their sexual peak and need to cum on a daily basis. They give us an intimate glimpse of exactly how they pleasure their pussies when they're alone. Lots of seasoned cuntholes spread wide and filled with toys. Plus Angie Noir plays with a butt plug and gapes. 353 Min. X Rated (DVD only)



CHOCOLATE STUFFED MILFS 6

This movie features two 60somethings, Sally D'Angelo and newcomer Maria Fawndeli, now-50 former 40Something star Sindi Star and three more 50Plus newbies: Andi James, Dani Dare and DayLynn Thomas. They all take on BBC! 132 Min. XXX Rated (DVD only)



COUGAR CREAMSICLES 4

Six hot moms, wives and divorcees, every one of them in their 40s, get their well-fucked pussies filled with cock and cum. All 100 percent age verified. Stars Jenna Bouche, Charli Shay, Lexy Cougar, Morgan Monroe, Raquel Sultra and Jemini. 124 Min. XXX Rated (DVD only)



COUGAR TRAP 4

Four discs. Twenty-one MILFs. More than seven hours of raunchy fucking. Can your cock handle all this moms-next-door action? It's worth a try. Fortysomething sluts know exactly what you need to drain your balls. They're experienced fuckers, after all. 434 Min. XXX Rated (DVD only)



HOT WIVES, CUCKOLD HUBBIES 3

These wives just can't help straying from their hubbies. They bring home younger guys and let their spouses walk in on them sucking and fucking. The poor guys just sit and watch. Leah L'Amour, 64, even cuckolds her hubby twice! 118 Min. XXX Rated (DVD only)



YOUR MOM LOVES ANAL

Anal was once a taboo sex act, but now it's a go-to for our MILFs. These six mature ladies spread their cheeks wide and take it all the way in their tight assholes. With Lyla Lali, Sasha Del Mar, Annelise Croft, Raquel Ritz, Dallas Matthews and Katrina Kink. 128 Min. XXX Rated (Blu-ray or DVD)

Cougars, Wives and Divorcees XXXposed!



OLD & BONED 2

Twelve MILFs seduce young studs to fulfill their sexual cravings. April Skyz's amazing, tight figure earns her a gooey creampie. Busty Nadia Night pisses in front of the plumber then cleans out his pipes. Hannah Grace lets a hung, black stud stretch out her ass. Plus more. 240 Min. XXX-Rated (DVD only)



50PLUS MILFS ANAL EDITION 7

All exclusives, all breaking their on-camera anal cherries. Stars Veronique Goldie, Catrina Costa, Milena, Talia Williams, Moreen Helm and Azure Dee in anal scenes that are so hot, you'd think they were porn stars, not porn newbies. 124 Min. XXX-Rated (DVD only)



YOUR WIFE, MY MEAT.COM

You're damn right it counts as cheating when a woman comes to our studio without her hubby's consent and bangs hung porn studs. Features two British MILFs, Molly Maracas and Amy, plus Lexi Ambrose, Missy Blewitt, Coco de Marq and Nicol Mandorla. 126 Min. XXX Rated (DVD only)



DP MILFS 2

It's not enough for these MILFs to suck and fuck two cocks. They need to have one in their pussy and one in their asshole at the same time. Euro MILF Lana Vegas squirts with a cock in her ass. Sally D'Angelo has an interracial DP. Plus four more scenes. 126 Min. XXX-Rated (DVD only)



DESPERATE MILFS

You've never seen housewives this desperate for cock! Five mature babes with decades of sex skills initiate a young guy into the mysteries of primo pussy with their cock-sucking and fucking abilities. All the XXX pussy fucking and facials you love with hot MILFs! 154 Min. XXX-Rated (DVD only)



BIG RACKS, HOT MILFS 3

Twelve of the bustiest moms in the neighborhood came to our studio to fuck hung porn studs, some of them for the first time. They're 38 to 52 years old and have DD- to HH-cup tits. It's the best of SCORE and 40Something. Nobody knows big tits and MILFs better than us. 254 Min. XXX Rated (DVD only)

All discs are Region-Free

MOVIE CLUB

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WORK THAT MILF!

You've dreamed about them. The MILF who rubs her tits against you while she cuts your hair. The interior decorator who's old enough to be a grandma but fucks like wild. The horny real-estate agent who'll do anything to close a sale. Working moms need cock, too. 150 Min. XXX Rated (DVD only)



SEASONED SLUTS

Six XXX MILFs. Persia Monir gets fucked and eats cum. Trisha Lynne gets her hairy pussy banged. Anneke Nordstrum, 62, loves fat cock up her tight asshole. Plus Latina Carmelita Lopez, big-assed Arowyn White and horny California MILF Cala Craves. 176 Min. XXX-Rated (DVD only)



CUM FILLED COUGARS

The older they get, the hornier they get! Jazella wakes up horny and fucks a home intruder. Beautiful Gia is the sexiest 50something ever. One cock isn't enough, so Mishka uses her huge tits and tight asshole to get two guys off. Plus three more old sluts! 100 Min. XXX-Rated (DVD only)



MUTHAS WHO LUV BROTHAS

Mature white women get the shaft from black superstars. Lake Russell, Barbie Page, Jennifer James, Cameron Keys and Ophelia Vixxen are hot for BBC. Their well-hung dudes fill them with all the dark meat they can take in their cunts and asses. 120 Min. XXX Rated (DVD only)



FUCKIN' OLD LADIES 2

They're moms, but you'll excuse them if they feel the need to turn their wild sides loose. Big-titted Holly and long-legged Mimi open their mouths for cum. Crystal gets a sloppy facial. Destiny and Barbi get their used cunts creamed. Stacked Sophia gets ass-fucked. 122 Min. XXX Rated (DVD only)



CUM-SUCKING MILFS

For some mature babes, sucking and fucking is a means to an end...a way to get a mouthful of cum. That's how it is for Jerrika Michaels, Vanessa Vidal, Heather Lane and Jacqueline Rose and 60something Lola Lee. Some of 'em even use their asses! 120 Min. XXX Rated (DVD only)

100% OLD SLUTS GUARANTEED!



SILVER SLUTS

Their hands are wrinkled, their throats are deep and their pussies are experienced. There's no other way to put it: The six 60something ladies in this movie are old and bold and doing things they never would have dreamed about when they were in their 20s. 123 Min. XXX Rated (DVD only)



FUR PIE MILFS

In an era when just about every woman is shaving her pussy, it's nice to know that the eight 41- to 54-year-olds in this DVD are keeping it natural and hairy. And three of them are so horny that after they get their bushy cunts fucked, they take it in their assholes, too! 202 Min. XXX Rated (DVD only)



ON LOCATION: NORTH COAST

Eight naturally stacked babes travel to the Dominican Republic for wild tit-to-tit action. Our biggest on-location movie since the 2000 Boob Cruise. Starring Sha Razel, Demmy Blaze, Alexya, Codi Vore, Kitty Cute, Daria and the fabulous Star sisters Helen and Erin. 127 Min. X Rated (Blu-ray or DVD)



GLAZED COUGARS

Six MILFs from 41 to 49 years old want cum in their mouths and all over their faces. Tahnee, Dakota, Morgan and Cali have big tits. Jemini is a voluptuous brick-house. Nikki is a saggy-titted blonde with long legs. In the end, they all look the same: cum-coated! 140 Min. XXX Rated (DVD only)



COUGARS ON THE CLOCK

Just because these sexy MILFs are on the job doesn't mean they can't find time to work some cock. We've got a flight attendant, a crossing guard, a military recruiter, a maid and an parole officer, and they're all taking time out from their busy days to suck and fuck hard cocks. 108 Min. XXX-Rated (DVD only)



50PLUS MILFS 10

They're in their 50s, they're horny, their kids are out of the house and they're ready to do whatever they please. And that means getting pleased by super-hung porn studs for all the world to see! Six wives, divorcees, moms and GILFs. All 100% age-verified. 120 Min. XXX-Rated (DVD only)



STUFFED MILFS 2

You get gooey creampiees, hairy pussies, spread buttocks, sloppy pussies and much more. You won't believe the things these six slutty MILFs are doing, and you wanna know the truth? They can't believe it, either, but they like it!
122 Min. XXX Rated (DVD only)



HORNY 50PLUS MILFS 6

Twelve moms, wives, divorcees and grannies, most of whom had never gotten naked on-camera before, want you to watch as they pleasure their old pussies. They're 50 to 67 years old, some of them have big tits, some of them have hairy pussies, and all of them love to cum.
206 Min. X Rated (DVD only)



DOUBLE DICKED MILFS 5

One horny MILF pussy. Two hard cocks. That's the premise of each scene in this fuck flick. All the MILFs are experienced in the art of making cocks cum. Rita Daniels, 64, gets DP'd. Claudia Marie, 40, has huge tits. Plus more raunchiness.
110 Min. XXX Rated (Blu-ray or DVD)

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JAMES, 46**
**NEW &
HORNY**

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ANDREA GREY AGE 47



MICKY LYNN AGE 45



GYPSY VIXEN AGE 44



JESSIE REINES AGE 49



PAYTON PARKER AGE 46

MOVIE PREVIEW



Jamie Foster, 48

Gets stretched and sprayed in the
movie *Stuffed MILFs 3*. **PG 12**

